

**ORIGINAL**

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

2001 JUL 16 PM 2:24

U.S. BANKRUPTCY COURT  
DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W. R. GRACE & CO., <i>et al.</i> ,	)	Case No. 01-1139 (JJF)
	)	
	)	Jointly Administered
	)	
Debtors.	)	<b>Related to D.I. 552</b>
	)	<b>(Revised Order Attached)</b>

**CERTIFICATION OF NO OBJECTION REGARDING THE APPLICATION OF THE  
OFFICIAL COMMITTEE OF ASBESTOS PERSONAL INJURY CLAIMANTS TO  
RETAIN AND EMPLOY CAMPBELL & LEVINE, LLC AS DELAWARE AND  
ASSOCIATED COUNSEL (DOCKET #552)**

I, Matthew G. Zaleski, III, a member of Campbell & Levine, LLC hereby certify the following:

1. On June 29, 2001, the Official Committee of Personal Injury Claimants (the "P.I. Committee") filed its Application of the Official Committee of Asbestos Personal Injury Claimants to Retain and Employ Campbell & Levine, LLC as Delaware and Associated Counsel (the "Application") [D.I. # 552].

2. Objections to the Application were to be filed and served on or before July 12, 2001. Prior to that date, the Official Committee of Unsecured Creditors (the "Committee") informed the undersigned counsel for the P.I. Committee of certain, limited objections to the Application. A revised form of Order resolving the Committee's objections is attached hereto.

3. No other objections to the Application have been received by the undersigned. Moreover, the Court's docket reflects that no objections to the Application were filed. Accordingly, the undersigned requests that the attached Order Authorizing the Retention of

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Campbell & Levine, LLC as Delaware and Associated Counsel for the Official Committee of  
Asbestos Personal Injury Claimants.

CAPLIN & DRYSDALE, CHARTERED  
Elihu Inselbuch  
399 Park Avenue  
New York, NY 10022  
(212) 319-7125

-and-

CAPLIN & DRYSDALE, CHARTERED  
Peter Van N. Lockwood  
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Washington, D.C. 20005

- and -

CAMPBELL & LEVINE, LLC



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Matthew G. Zaleski, III (I.D. #3557)  
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15<sup>th</sup> Floor  
Wilmington, DE 19899  
(302) 426-1900

Counsel for the Official Committee  
of Asbestos Personal Injury Claimants

Dated: July 16, 2001

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W. R. GRACE & CO., <i>et al.</i> ,	)	Case No. 01-1139 (JJF)
	)	
Debtors.	)	Jointly Administered

**ORDER AUTHORIZING THE RETENTION OF  
CAMPBELL & LEVINE, LLC AS DELAWARE AND ASSOCIATED  
COUNSEL FOR THE OFFICIAL COMMITTEE OF  
ASBESTOS PERSONAL INJURY CLAIMANTS**

Upon consideration of the Application of the Official Committee Of Asbestos Personal Injury Claimants (the "P.I. Committee") to retain and employ Campbell & Levine, LLC ("Campbell & Levine") to serve as counsel for the P.I. Committee (the "Application"), *nunc pro tunc* to June 16, 2001; and upon consideration of the contemporaneously-filed Affidavit of Matthew G. Zaleski, III in support of the Application (the "Zaleski Affidavit"); and the Court being satisfied that Campbell & Levine represents no interest adverse to the P.I. Committee in the matters with respect to which it is to be employed; and notice of the Application being sufficient and proper under the circumstances; and sufficient cause appearing therefore; it is hereby:

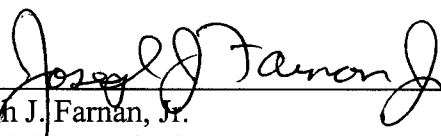
ORDERED, that the Application is granted; and it is further,

ORDERED, that pursuant to sections 328(a) and 1103 of the Bankruptcy Code that the P.I. Committee is authorized to retain and employ Campbell & Levine, effective June 16, 2001, to serve as its Delaware and associated counsel in the above-captioned cases; and it is further,

ORDERED, that Campbell & Levine shall be compensated in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code, the applicable Federal

Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the rules of this Court and such other procedures as may be fixed by Order of this Court; and it is further,

ORDERED, that notwithstanding anything to the contrary herein or in the Application or Zaleski Affidavit, such compensation shall be subject to the approval of the Court under a reasonableness standard upon proper application by Campbell & Levine in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Rules of this Court, and any applicable Orders of this Court.

  
\_\_\_\_\_  
Joseph J. Farnan, Jr.  
United States District Judge

Dated: Wilmington, Delaware  
July 18, 2001

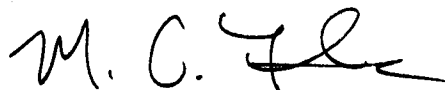
IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
W.R. Grace & Co., <i>et al.</i>	)	Case No. 01-1139 (JJF)
	)	
Debtors.	)	Jointly Administered

**CERTIFICATE OF SERVICE**

I, Matthew G. Zaleski, III, a member of Campbell & Levine, LLC, hereby certify that on July 16, 2001, I caused a copy of the foregoing to be served upon the parties on the attached list by First Class United States Mail, unless otherwise indicated.

Dated: July 16, 2001  
Wilmington, Delaware



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Matthew G. Zaleski, III

**W.R. Grace Core Group Service List**

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